



**COUNTY OF LOS ANGELES
DEPARTMENT OF CONSUMER AFFAIRS**

Members of the Board

Gloria Molina
Yvonne B. Burke
Zev Yaroslavsky
Don Knabe
Michael D. Antonovich

Pastor Herrera, Jr.
Director

"To Enrich Lives Through Effective and Caring Service"

June 17, 2005

To: Supervisor Gloria Molina, Chair
Supervisor Yvonne B. Burke
Supervisor Zev Yaroslavsky
Supervisor Don Knabe
Supervisor Michael D. Antonovich

From: Pastor Herrera, Jr.
Director

Subject: **Transfer Of Ownership Cable TV Franchises Held By Adelphia and Comcast
(All Supervisorial Districts)**

This is to notify your Board that between June 14 and June 17, 2005, the Department of Consumer Affairs received requests from Time Warner Cable for the transfer of all thirteen (13) cable franchises currently held by Adelphia Communications and all five (5) cable franchises currently held by Comcast Corporation to Time Warner Cable. As referenced in our April 8, 2005 memorandum to your Board (enclosed), these requests are the result of a joint purchase bid made by Time Warner and Comcast for the assets of Adelphia.

These are complicated transactions that my staff will be working with County Counsel, expert outside counsel, and a cable consultant to process, review and analyze prior to presenting them to your Board for consideration of transfer approval.

Enclosed are charts depicting the current County unincorporated areas franchise ownership, and the ownership as it will appear if the County consents to all of the proposed transfers. Also enclosed is a franchise list reflecting the Supervisorial District(s) included within the franchise boundaries.

Due to the time sensitive nature of the transfer process, we would appreciate it if you would inform us as soon as possible if you have any concerns or policy issues regarding this transaction. Please contact me at 213-974-9750, or your staff may call Fern Taylor, Chief, Telecommunications Franchising at 213-974-2711.

Enclosures: April 8, 2005 Memorandum to the Board
Cable Franchise Transfer List w/Sup. Districts
Current Franchise Ownership, pie chart and spreadsheet
Post-Transfer Franchise Ownership, pie chart and spreadsheet

cc: Board Chief Deputies
DCA Board Liaisons
David E. Janssen, Chief Administrative Officer
Raymond G. Fortner, Jr., County Counsel
Micheline Ruben, Deputy County Counsel
Fern Taylor, Chief, Telecom. Franchising

F:\USERS\Cable\Active Projects\Transfers\2005 Transfer Related\BOS Receipt of Franchise Transfer Application Notices Adelphia 061705.doc

B-96 Kenneth Hahn Hall of Administration • 500 W. Temple Street • Los Angeles, CA 90012-2706

Tel. (800) 593-8222 • (213) 974-1452 (Outside Los Angeles County)

Fax (213) 687-0233 • TTY (213) 626-0913

<http://consumer-affairs.co.la.ca.us>



COUNTY OF LOS ANGELES DEPARTMENT OF CONSUMER AFFAIRS

"To Enrich Lives Through Effective and Caring Service"

Members of the Board

Gloria Molina

Yvonne B. Burke

Zev Yaroslavsky

Don Knabe

Michael D. Antonovich

Pastor Herrera, Jr.

Director

April 8, 2005

TO: Supervisor Gloria Molina, Chair
Supervisor Yvonne B. Burke
Supervisor Zev Yaroslavsky
Supervisor Don Knabe
Supervisor Michael D. Antonovich

FROM: Pastor Herrera, Jr.
Director

A handwritten signature in dark ink, appearing to read "Pastor", is written over the printed name "Pastor Herrera, Jr.".

SUBJECT: Adelphia Pending Sale: Impact on County Cable Franchises

For some time now, Adelphia Communications Corporation who has been operating while in Chapter 11 bankruptcy has been considering the sale of some or all of its assets. Yesterday, a joint bid by Time Warner, Inc. and Comcast Corp. to purchase all Adelphia assets was presented to the U.S. Bankruptcy Court in New York for consideration of approval. Both the bankruptcy court judge and creditors must approve the deal in order for it to move forward. Many other factors could also effect or even prevent this proposed sale from becoming final.

The preliminary approval of this sale may result in the County receiving requests to approve the transfer of ownership, or control, of some of its cable television franchises. In such an event, my staff will process the request, provide review and analysis of all issues effecting County franchises, and present them to your Board for consideration of transfer approval.

We will continue to monitor these events and inform your Board once the processes effecting County franchises has been initiated. In the meantime, if you have any questions or concerns regarding this, please call me at 213-974-9750, or, your staff may call, Fern Taylor, Chief, Telecommunications Franchising at 213-974-2711.

c: Board Chief Deputies
DCA Board Liaisons
David E. Janssen, Chief Administrative Officer
Raymond G. Fortner, Jr., County Counsel
Micheline Ruben, Deputy County Counsel
Fern Taylor, Chief, Telecom. Franchising

F:\USERS\Cable\Active Projects\Transfers\2005 Transfer Related\Memo to Board 040805.doc

B-96 Kenneth Hahn Hall of Administration • 500 W. Temple Street • Los Angeles, CA 90012-2706

Tel. (800) 593-8222 • (213) 974-1452 (Outside Los Angeles County)

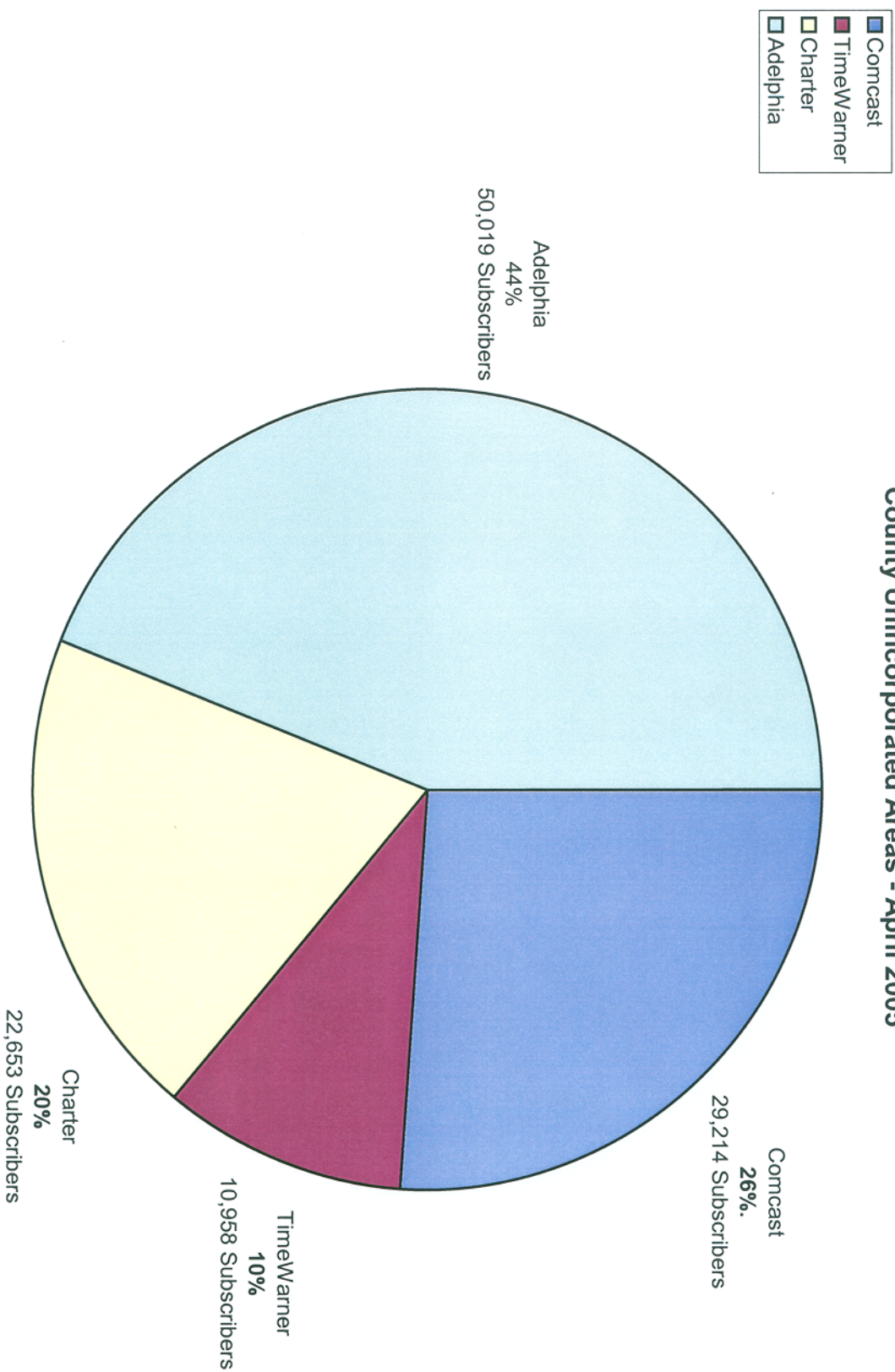
Fax (213) 687-0233 • TTY (213) 626-0913

<http://consumer-affairs.co.la.ca.us>

Cable Franchise Transfer List with Supervisorial Districts

Franchisee	Area & (Sup. District)	No. of Subscriber 2005
Adelphia	Acton (5)	880
	Agoura (3)	45
	East Los Angeles (1)	5,782
	Glendora (5)	568
	Green Valley (5)	928
	Hacienda Heights (1,4,5)	16,415
	La Habra Heights (4)	128
	Little Rock (5)	4,077
	Marina Del Rey (4)	924
	Palmdale (5)	5,379
	Rowland Heights (1,4)	8,147
	South Whittier (1,4)	6,192
	Walnut Park (1)	554
Comcast	Claremont (5)	118
	Covina (5)	1,302
	Kagel Canyon (5)	151
	Saugus (5)	5,818
	South Areas (1,2,4): [Baldwin Hills (2) East Compton (2) Harbor (2,4) Lakewood (4) South Central L. A. (1,2)]	21,825

Current Franchise Ownership Based on Subscriber Numbers County Unincorporated Areas - April 2005



Not Included: Capps (98 subscribers), Champion(6 subscribers), and Cox (594 subscribers)
Based on Total NO. of Subscribers: 113,542

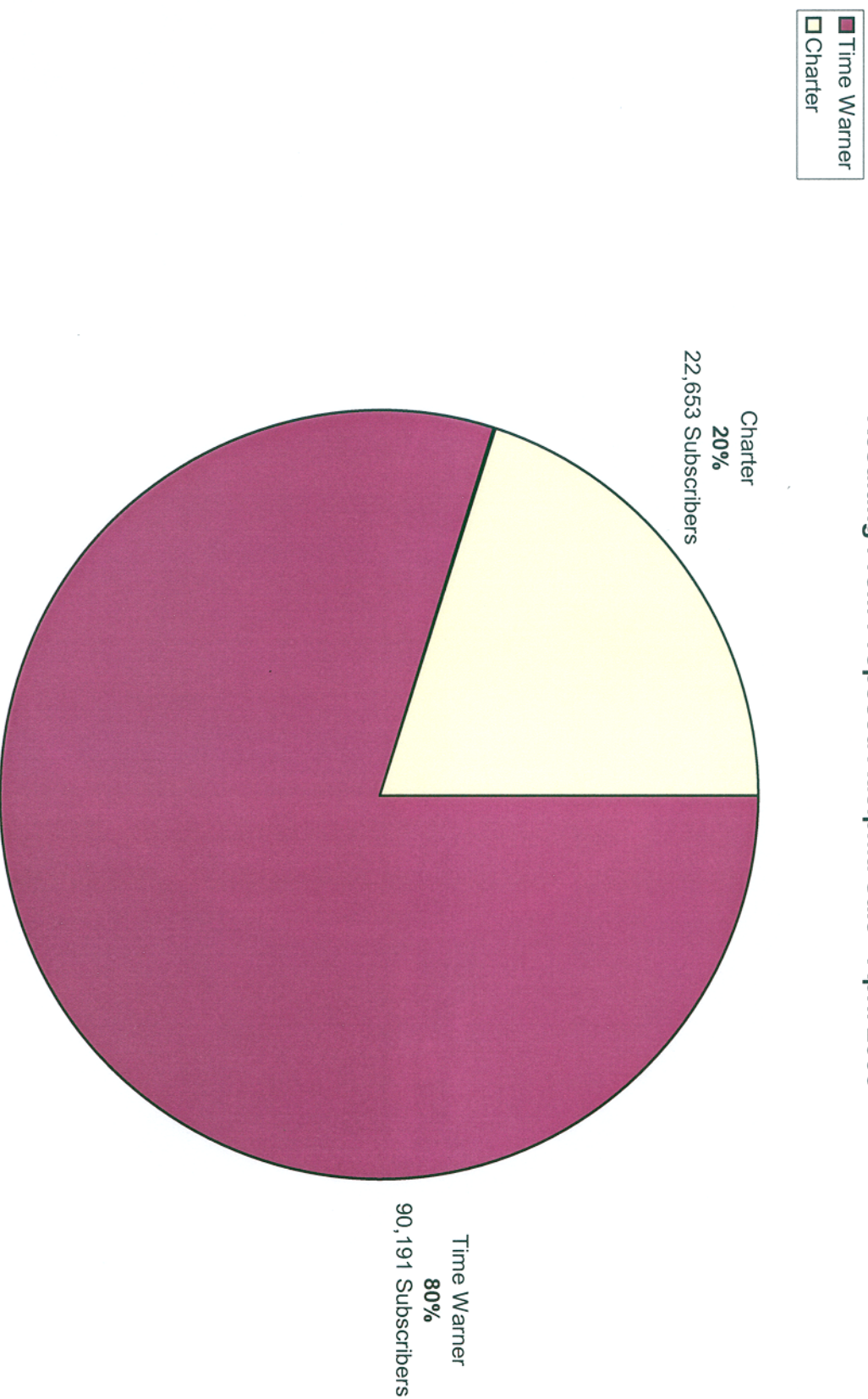
Cable Franchise Data - County Unincorporated Areas - April 2005

Adelphia	Areas (Unincorporated)	No. of Subs in Franchise Area	Total # of Subs: County Unincorp	% of total Subs
	Agoura	45		
	Palmdale	5,379		
	Acton	880		
	Glendora	568		
	Green Valley	928		
	Hacienda Heights	16,415		
	La Habra Heights	128		
	Litterock	4,077		
	Marina Del Rey	924		
	South Whittier	6,192		
	Walnut Park	554		
	East Los Angeles	5,782		
	Rowland Heights	8,147		
Total		50019	113,542	44.00%
Comcast	Areas (Unincorporated)	No. of Subs in Franchise Area		
	Claremont	118		
	Kagel Canyon	151		
	Saugus	5,818		
	Covina	1,302		
	South Areas	21,825		
Total		29214	113,542	25.70%
Time Warner	Areas (Unincorporated)	No. of Subs in Franchise Area		
	Canyon Country	6,609		
	North Torrance	1,482		
	Stevenson Ranch	2,867		
Total		10,958	113,542	9.60%
Charter	Areas (Unincorporated)	No. of Subs in Franchise Area		
	Altadena	8,516		
	Azusa	1,072		
	Hidden Hills	511		
	Kinneloa	1,625		
	La Crescenta	4,454		
	Long Beach	198		

Cable Franchise Data - County Unincorporated Areas - April 2005

	Lost Hills	0			
	Malibu	3,126			
	Norwalk	26			
	South Monrovia	2,218			
	West Covina	907			
Total		22,653		113,542	19.90%
Capps	Areas (Unincorporated)	No. of Subs in Franchise Area			
	Lake Hughes	98			
Total		98		113,542	0.00%
Champion/Altio	Areas (Unincorporated)	No. of Subs in Franchise Area			
	Area 1	6			
Total		6		113,542	0.00%
Cox	Areas (Unincorporated)	No. of Subs in Franchise Area			
	Palos Verdes	594			
Total		594		113,542	0.01%
All Areas				113,542	100%

**Franchise Ownership Change Based on Subscriber Numbers
County Unincorporated Areas
Resulting From Proposed Adelphia Sale - April 2005**



Not Included: Capps (98 subscribers), Champion(6 subscribers), and Cox (594 subscribers)
Based on Total NO. of Subscribers: 113,542

Franchise Ownership - Resulting from Proposed Adelphia Sale - April 2005

Time Warner	Areas (Unincorporated)	No. of Subs in Franchise Area	Total # of Subs: County Unincorp	% of total Subs
	Agoura	45		
	Palmdale	5,379		
	Acton	880		
	Glendora	568		
	Green Valley	928		
	Hacienda Heights	16,415		
	La Habra Heights	128		
	Littlerock	4,077		
	Marina Del Rey	924		
	South Whittier	6,192		
	Walnut Park	554		
	East Los Angeles	5,782		
	Rowland Heights	8,147		
	Claremont	118		
	Kagel Canyon	151		
	Saugus	5,818		
	Covina	1,302		
	South Areas	21,825		
	Canyon Country	6,609		
	North Torrance	1,482		
	Stevenson Ranch	2,867		
Total		90191	113,542	79.40%
Charter	Areas (Unincorporated)	No. of Subs in Franchise Area	Total # of Subs: County Unincorp	% of total Subs
	Altadena	8,516		
	Azusa	1,072		
	Hidden Hills	511		
	Kinneloa	1,625		
	La Crescenta	4,454		
	Long Beach	198		
	Lost Hills	0		
	Malibu	3,126		
	Norwalk	26		
	South Monrovia	2,218		
	West Covina	907		
Total		22,653	113,542	19.90%

Franchise Ownership - Resulting from Proposed Adelphia Sale - April 2005

Capps	Areas (Unincorporated)	No. of Subs in Franchise Area				
	Lake Hughes	98				
Total		98		113,542		0.00%
Altrio	Areas (Unincorporated)	No. of Subs in Franchise Area				
	Area 1	6				
Total		6		113,542		0.00%
Cox	Areas (Unincorporated)	No. of Subs in Franchise Area				
	Palos Verdes	594				
Total		594		113,542		0.01%
All Areas				113,542		100%